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PARTIES

1
2 1. Answering Paragraph 1 of the Complaint, Defendants state that Defendants do not
3 have sufficient knowledge or information upon which to base a belief as to the truth of the
4 allegations therein, and therefore deny the allegations contained therein.

5 2. Answering Paragraph 2 of the Complaint, Defendants admit.

JURISDICTION

6
7 3. Answering Paragraph 3 of the Complaint, the paragraph is a legal conclusion rather
8 than an allegation of fact and, therefore, Defendants are without sufficient information or
9 knowledge to admit or deny the statements contained therein and therefore deny the same.

10 4. Answering Paragraph 4 of the Complaint, the paragraph is a legal conclusion rather
11 than an allegation of fact and, therefore, Defendants are without sufficient information or
12 knowledge to admit or deny the statements contained therein and therefore deny the same.

13 5. Answering Paragraph 5 of the Complaint, Defendants state that Defendants do not
14 have sufficient knowledge or information upon which to base a belief as to the truth of the
15 allegations therein, and therefore deny the allegations contained therein.

16 6. Answering Paragraph 6 of the Complaint, Defendants state that Defendants do not
17 have sufficient knowledge or information upon which to base a belief as to the truth of the
18 allegations therein, and therefore deny the allegations contained therein.

RELEVANT BACKGROUND FACTS

19
20 7. Answering Paragraph 7 of the Complaint, the information contained in the alleged
21 Agreement speaks for itself and, that the statements made in said paragraph are legal conclusions
22 regarding the same, rather than an allegation of fact and, therefore, Defendants are without
23 sufficient information or knowledge to admit or deny the statements contained therein and
24 therefore deny the same.

25 8. Answering Paragraph 8 of the Complaint, the information contained in the alleged
26 Agreement speaks for itself and, that the statements made in said paragraph are legal conclusions
27 regarding the same, rather than an allegation of fact and, therefore, Defendants are without
28

1 sufficient information or knowledge to admit or deny the statements contained therein and
2 therefore deny the same.

3 9. Answering Paragraph 9 of the Complaint, Defendants state that Defendants do not
4 have sufficient knowledge or information upon which to base a belief as to the truth of the
5 allegations therein, and therefore deny the allegations contained therein.

6 10. Answering Paragraph 10 of the Complaint, the information contained in the alleged
7 Notice speaks for itself and, therefore, Defendants are without sufficient information or knowledge
8 to admit or deny the statements contained therein and therefore deny the same.

9 11. Answering Paragraph 11 of the Complaint, Defendants are without sufficient
10 information or knowledge to admit or deny the statements contained therein and therefore deny
11 the same.

12 12. Answering Paragraph 12 of the Complaint, Defendants are without sufficient
13 information or knowledge to admit or deny the statements contained therein and therefore deny
14 the same.

15 13. Answering Paragraph 13 of the Complaint, Defendants are without sufficient
16 information or knowledge to admit or deny the statements contained therein and therefore deny
17 the same.

18 14. Answering Paragraph 14 of the Complaint, the information contained in the alleged
19 Addendum speaks for itself and, therefore, Defendants are without sufficient information or
20 knowledge to admit or deny the statements contained therein and therefore deny the same.

21 15. Answering Paragraph 15 of the Complaint, the information contained in the alleged
22 Addendum speaks for itself and, that the statements made in said paragraph are legal conclusions
23 regarding the same, rather than an allegation of fact and, therefore, Defendants are without
24 sufficient information or knowledge to admit or deny the statements contained therein and
25 therefore deny the same.

26 16. Answering Paragraph 16 of the Complaint, the information contained in the
27 documents speaks for itself and, therefore, Defendants are without sufficient information or
28 knowledge to admit or deny the statements contained therein and therefore deny the same.

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1 17. Answering Paragraph 17 of the Complaint, the information contained in the alleged
2 promissory note speaks for itself and, that the statements made in said paragraph are legal
3 conclusions regarding the same, rather than an allegation of fact and, therefore, Defendants are
4 without sufficient information or knowledge to admit or deny the statements contained therein and
5 therefore deny the same.

6 18. Answering Paragraph 18 of the Complaint, Defendants are without sufficient
7 information or knowledge to admit or deny the statements contained therein and therefore deny
8 the same.

9 19. Answering Paragraph 19 of the Complaint, Mr. Lehner admits that payments were
10 made to Plaintiff, however Defendants are without sufficient information or knowledge to admit
11 or deny the remaining statements contained therein and therefore deny the same.

12 20. Answering Paragraph 20 of the Complaint, Defendants are without sufficient
13 information or knowledge to admit or deny the statements contained therein and therefore deny
14 the same.

15 21. Answering Paragraph 21 of the Complaint, the information contained in the
16 documents speak for themselves and, therefore, Defendants are without sufficient information or
17 knowledge to admit or deny the statements contained therein and therefore deny the same.

18 22. Answering Paragraph 22 of the Complaint, Defendants are without sufficient
19 information or knowledge to admit or deny the statements contained therein and therefore deny
20 the same.

21 23. Answering Paragraph 23 of the Complaint, the information contained in the alleged
22 Addendum speaks for itself and, that the statements made in said paragraph are legal conclusions
23 regarding the same, rather than an allegation of fact and, therefore, Defendants are without
24 sufficient information or knowledge to admit or deny the statements contained therein and
25 therefore deny the same.

26 24. Answering Paragraph 24 of the Complaint, the information contained in the alleged
27 Addendum speaks for itself and, that the statements made in said paragraph are legal conclusions
28 regarding the same, rather than an allegation of fact and, therefore, Defendants are without

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1 sufficient information or knowledge to admit or deny the statements contained therein and
2 therefore deny the same.

3 25. Answering Paragraph 25 of the Complaint, Defendants are without sufficient
4 information or knowledge to admit or deny the statements contained therein and therefore deny
5 the same.

6 26. Answering Paragraph 26 of the Complaint, Defendants are without sufficient
7 information or knowledge to admit or deny the statements contained therein and therefore deny
8 the same.

9 27. Answering Paragraph 27 of the Complaint, Mr. Lehner admits that payments were
10 made to Plaintiff, however, Defendants are without sufficient information or knowledge to admit
11 or deny the statements contained therein and therefore deny the same.

12 28. Answering Paragraph 28 of the Complaint, Defendants are without sufficient
13 information or knowledge to admit or deny the statements contained therein and therefore deny
14 the same.

15 29. Answering Paragraph 29 of the Complaint, the information contained in the alleged
16 notice speaks for itself and, therefore, Defendants are without sufficient information or knowledge
17 to admit or deny the statements contained therein and therefore deny the same.

18 30. Answering Paragraph 30 of the Complaint, Defendants are without sufficient
19 information or knowledge to admit or deny the statements contained therein and therefore deny
20 the same.

21 31. Answering Paragraph 31 of the Complaint, the information contained in the alleged
22 Addendum speaks for itself and, that the statements made in said paragraph are legal conclusions
23 regarding the same, rather than an allegation of fact and, therefore, Defendants are without
24 sufficient information or knowledge to admit or deny the statements contained therein and
25 therefore deny the same.

26 32. Answering Paragraph 32 of the Complaint, Mr. Lehner admits that Plaintiff filed a
27 breach of contract and unjust enrichment Complaint in Florida that is public record, however, the
28 information contained in the alleged complaint speaks for itself and, therefore, Defendants are

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1 without sufficient information or knowledge to admit or deny the any other statements contained
2 therein and therefore deny the same.

3 33. Answering Paragraph 33 of the Complaint, Defendants are without sufficient
4 information or knowledge to admit or deny the statements contained therein and therefore deny
5 the same.

6 34. Answering Paragraph 34 of the Complaint, Defendants admit.

7 35. Answering Paragraph 35 of the Complaint, Defendants admit a proof of claim was
8 filed by the Plaintiff in the chapter 7 case, however, the proof of claim speaks for itself and
9 Defendants are without sufficient information or knowledge to admit or deny the any further
10 allegation contained therein and therefore deny the same.

11 36. Answering Paragraph 36 of the Complaint, the paragraph is a legal conclusion
12 rather than an allegation of fact and, therefore, Defendants are without sufficient information or
13 knowledge to admit or deny the statements contained therein and therefore deny the same.

14 37. Answering Paragraph 37 of the Complaint, the paragraph is a legal conclusion
15 rather than an allegation of fact and, therefore, Defendants are without sufficient information or
16 knowledge to admit or deny the statements contained therein and therefore deny the same.

17 38. Answering Paragraph 38 of the Complaint, the paragraph is a legal conclusion
18 rather than an allegation of fact and, therefore, Defendants are without sufficient information or
19 knowledge to admit or deny the statements contained therein and therefore deny the same.

20 **FIRST CLAIM FOR RELIEF**
21 **(Breach of Contract)**

22 39. In answering paragraph 39 of the Complaint, Defendants repeat and reallege the
23 answers contained in Paragraphs 1 through 38 as fully contained herein.

24 40. Answering Paragraph 40 of the Complaint, the paragraph is a legal conclusion
25 rather than an allegation of fact and, therefore, Defendants are without sufficient information or
26 knowledge to admit or deny the statements contained therein and therefore deny the same.

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1 41. Answering Paragraph 41 of the Complaint, the paragraph is a legal conclusion
2 rather than an allegation of fact and, therefore, Defendants are without sufficient information or
3 knowledge to admit or deny the statements contained therein and therefore deny the same.

4 42. Answering Paragraph 42 of the Complaint, the paragraph is a legal conclusion
5 rather than an allegation of fact and, therefore, Defendants are without sufficient information or
6 knowledge to admit or deny the statements contained therein and therefore deny the same.

7 43. Answering Paragraph 43 of the Complaint, the paragraph is a legal conclusion
8 rather than an allegation of fact and, therefore, Defendants are without sufficient information or
9 knowledge to admit or deny the statements contained therein and therefore deny the same.

10 **SECOND CLAIM FOR RELIEF**

11 **(For a Determination that Debtors' Debts Are Not Dischargeable Pursuant to 11 U.S.C.
12 §523(a)(2)(A): False Pretenses, False Representation, or Actual Fraud)**

13 44. In answering paragraph 44 of the Complaint, Defendants repeat and reallege the
14 answers contained in Paragraphs 1 through 43 as fully contained herein.

15 45. Answering Paragraph 45 of the Complaint, the paragraph is a legal conclusion
16 rather than an allegation of fact and, therefore, Defendants are without sufficient information or
17 knowledge to admit or deny the statements contained therein and therefore deny the same.

18 46. Answering Paragraph 46 of the Complaint, the paragraph is a legal conclusion
19 rather than an allegation of fact and, therefore, Defendants are without sufficient information or
20 knowledge to admit or deny the statements contained therein and therefore deny the same.

21 47. Answering Paragraph 47 of the Complaint, the paragraph is a legal conclusion
22 rather than an allegation of fact and, therefore, Defendants are without sufficient information or
23 knowledge to admit or deny the statements contained therein and therefore deny the same.

24 48. Answering Paragraph 48 of the Complaint, the paragraph is a legal conclusion
25 rather than an allegation of fact and, therefore, Defendants are without sufficient information or
26 knowledge to admit or deny the statements contained therein and therefore deny the same.

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THIRD CLAIM FOR RELIEF
(For a Determination that Debtors' Debts Are Not Dischargeable Pursuant to 11 U.S.C. §523(a)(6): Willful or Malicious Injury)

49. In answering paragraph 49 of the Complaint, Defendants repeat and reallege the answers contained in Paragraphs 1 through 48 as fully contained herein.

50. Answering Paragraph 50 of the Complaint, the paragraph is a legal conclusion rather than an allegation of fact and, therefore, Defendants are without sufficient information or knowledge to admit or deny the statements contained therein and therefore deny the same.

51. Answering Paragraph 51 of the Complaint, the paragraph is a legal conclusion rather than an allegation of fact and, therefore, Defendants are without sufficient information or knowledge to admit or deny the statements contained therein and therefore deny the same.

52. Answering Paragraph 52 of the Complaint, the paragraph is a legal conclusion rather than an allegation of fact and, therefore, Defendants are without sufficient information or knowledge to admit or deny the statements contained therein and therefore deny the same.

53. Answering Paragraph 53 of the Complaint, the paragraph is a legal conclusion rather than an allegation of fact and, therefore, Defendants are without sufficient information or knowledge to admit or deny the statements contained therein and therefore deny the same.

AFFIRMATIVE DEFENSES

1. Plaintiff fails to state a claim upon which relief can be granted.
2. Plaintiff's claims are barred by laches.
3. Plaintiff's claims are barred by unclean hands.
4. Plaintiff's claims are barred by estoppel.
5. Plaintiff's claims have been waived and released as a result of its own acts and conduct, and its failure to act.
6. Plaintiff is judicially estopped from asserting its claims against Defendants.
7. Plaintiff's claims are barred by the applicable statutes of limitations.
8. Plaintiff failed to join one or more indispensable parties so as to permit the Court to grant the relief which is requested and prayed for in the Complaint.

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1 9. Plaintiff failed to mitigate its alleged damages, if any in fact exist or were incurred,
2 the existence of which is expressly denied.

3 10. By virtue of the acts, conduct, and/or omission to act under the circumstances, the
4 Defendants have been released and discharged from any liability to the Plaintiff, which liability is
5 expressly denied.

6 11. Plaintiff's damages, if any in fact exist, are the direct and proximate result of the
7 acts, deeds, omissions, or failure to act of other third parties with whom the Plaintiff contracted,
8 over whom the Defendants have no control, nor the right, duty or obligation to control.

9 12. Plaintiff's damages, if any in fact exist, are the direct and proximate result of the
10 acts, deeds, omissions, or failure to act of the Plaintiff, itself.

11 13. Defendants made no false representations of material fact to the Plaintiff which
12 were known to be false.

13 14. Defendants had no intent to defraud Plaintiff.

14 15. Plaintiff did not detrimentally rely on any alleged misrepresentations, if any.

15 16. Defendants' acts were not misleading.

16 17. Plaintiff has not been injured as a result of any alleged deceptive acts of the
17 Defendants.

18 18. Defendants' statements or representations did not actually deceive and were not
19 likely to deceive the Plaintiff.

20 19. Defendants did not know, and in the exercise of reasonable care could not have
21 known, of the existence of the facts upon which liability is alleged to exist to the Plaintiff.

22 20. Defendants did not receive or retain the benefit or enrichment from the Plaintiff.

23 21. Defendants did not misrepresent, fraudulently conceal, deceive, or manipulate
24 anything material in connection with the alleged agreements.

25 22. The alleged acts or misconduct of others cannot be imputed to the Defendants, and
26 the Defendants did not know nor should they have known of such alleged third-party acts or
27 misconduct.

28 23. Conduct of one Defendant cannot be imputed to the other Defendant.

24. Defendants reserve the right to assert additional defenses based on further investigation or discovery.

PRAYER FOR RELIEF

WHEREFORE, Defendants pray that Plaintiff takes nothing by way of its Complaint, and that judgment be rendered in favor of Defendants dismissing all claims.

Dated: August 2, 2023.

By: /s/ Zachariah Larson
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